

HELM-ATLANTIC ASSOCIATES
LIMITED PARTNERSHIP

One Embarcadero Center • San Francisco, CA 94111
415/398-4510 FAX 415/398-4816

VIA AIR COURIER

January 4, 1996

Ms. Mildred Lee
Recordations Unit
Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Washington, DC 20423

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RECEIVED

Dear Ms. Lee:

Enclosed are two (2) originals of the Memorandum of Lease of Railroad Equipment dated as of November 16, 1995 between the following parties:

Lessor: Helm-Atlantic Associates Limited Partnership
One Embarcadero Center, Suite 3700
San Francisco, CA 94111

Lessee: North American Technologies, Inc.
217-89 98th Avenue
Queens Village, NY 11429

The equipment involved in this transaction is as follows:

Equipment: Twenty (20) 100-ton open top hopper railcars (See Exhibit A attached for reporting mark & numbers.)

Please file this agreement as a primary document. The filing fee of \$21.00 is enclosed.

Sincerely,



Chris Dilley
Administrative Assistant

/cpd

Enclosure

19876

1995-12-17 PM

MEMORANDUM OF
LEASE OF RAILROAD EQUIPMENT

THIS MEMORANDUM OF LEASE OF RAILROAD EQUIPMENT ("Memorandum of Lease") made as of November 16, 1995 is intended to evidence the Lease of Railroad Equipment, dated as of November 16, 1995 (the "Lease") between HELM-ATLANTIC ASSOCIATES LIMITED PARTNERSHIP, a Delaware limited partnership ("Lessor"), NORTH AMERICAN TECHNOLOGIES, INC., a New York corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Interstate Commerce Commission under Section 49 of U.S.C. 11303. Lessor has the right to lease the twenty (20) open top hopper railcars, more fully described in Exhibit A hereto (the "Units"). Lessee leased from Lessor the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, each party, pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

LESSOR

LESSEE

HELM-ATLANTIC ASSOCIATES
LIMITED PARTNERSHIP

NORTH AMERICAN TECHNOLOGIES, INC.

By: Helm Atlantic Corporation,
its General Partner

CM By: David R. Eckles
Title: President
Date: 12/13/95

By: Carl Rasizzi
Title: President
Date: 12/6/95

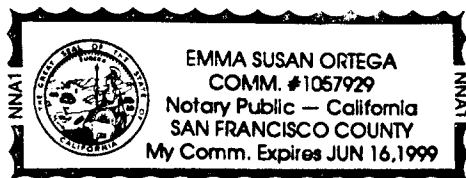
CM

STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

On December 13, 1995, before me, Emma S. Ortega,
personally appeared David R. Eckles, President of **HELM ATLANTIC
CORPORATION**,

☒ personally known to me -OR-

☐ proved to me on the basis of satisfactory evidence to be the
person(s) whose name(s) is/are subscribed to the within instrument
and acknowledged to me that he/she/they executed the same in
his/her/their authorized capacity(ies), and that by his/her/their
signature(s) on the instrument the person(s), or the entity upon
behalf of which the person(s) acted, executed the instrument.



Witness my hand and official seal.

Emma Susan Ortega
SIGNATURE OF THE NOTARY

STATE OF NEW YORK)
) S.S.
COUNTY OF Queens)

On December 6th, 1995, before me, Peter S. Kessel,
personally appeared Carl Rasizzi, President of **NORTH AMERICAN TECHNOLOGIES,
INC.**,

☐ personally known to me -OR-

☒ proved to me on the basis of satisfactory evidence to be the
person(s) whose name(s) is/are subscribed to the within instrument
and acknowledged to me that he/she/they executed the same in
his/her/their authorized capacity(ies), and that by his/her/their
signature(s) on the instrument the person(s), or the entity upon
behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal.

Peter S. Kessel
SIGNATURE OF THE NOTARY

10/31/96

CM

EXHIBIT A

To the Memorandum of Lease of Railroad Equipment dated November 16, 1995 between Helm-Atlantic Associates Limited Partnership and North American Technologies, Inc.

Equipment Description:

Twenty (20) 100-ton open top hopper railcars

Units' Reporting Mark & Numbers:

HATX 45080 - 45099

CM